

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

**In re:** § **Chapter 11**  
§  
**FIELDWOOD ENERGY III LLC, et al.,** § **Case No. 20-33948 (MI)**  
§  
§ **(Jointly Administered)**  
**Post-Effective Date Debtors.<sup>1</sup>** §

**ORDER SUSTAINING PLAN ADMINISTRATOR'S THIRTEENTH OMNIBUS  
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY  
CODE AND RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE  
SEEKING TO DISALLOW CERTAIN CLAIMS**

**(SATISFIED CLAIMS)**

[Related Docket No. \_\_\_\_]

Upon the *Plan Administrator's Thirteenth Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Satisfied Claims)* (the "Objection")<sup>2</sup> of the administrator of the chapter 11 plan (the "Plan Administrator") of the above-captioned reorganized debtors (collectively, the "Debtors," as applicable, and after the effective date of their plan of

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

reorganization, the “Post-Effective Date Debtors”), seeking entry of an order (this “Order”) disallowing the Satisfied Claims identified on Schedule 1 attached hereto, it is **HEREBY ORDERED THAT:**

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Satisfied Claim identified on Schedule 1 to this Order is disallowed in its entirety.
2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.
3. Each claim and the objections by the Plan Administrator to each claim identified in Schedule 1 constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Satisfied Claim.
4. Except as otherwise provided in this Order, nothing in this Order shall be deemed:
  - (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds;
  - (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

*[Remainder of Page Intentionally Left Blank]*

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: \_\_\_\_\_, 2022

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MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

Fieldwood Energy LLC and its  
affiliated Debtors  
Case No. 20-33948

Schedule 1 - Satisfied Claims

Creditor Name	Address	Claim #	Debtor Entity	Asserted Secured	Asserted Admin	Asserted Priority	Asserted Unsecured	Asserted Total	Modified Secured	Modified Admin	Modified Priority	Modified Unsecured	Modified Total	Reason for Modification
Logix Fiber Networks	2950 N Loop West 10th Floor Houston, TX 77092	145	Fieldwood Energy LLC	0.00	0.00	0.00	149,828.50	149,828.50	0.00	0.00	0.00	0.00	0.00	Filed claim included \$158,435.97 worth of invoices that were satisfied during the contract cure assumption process, and \$21,893.97 worth of invoices that were postpetition and paid in the ordinary course
Microsoft Corporation and its subsidiary, Microsoft Licensing GP	Fox Rothschild LLP c/o Maria A. Milano 1001 4th Ave. Suite 4500 Seattle, WA 98154	378	Fieldwood Energy LLC	0.00	0.00	0.00	441,180.19	441,180.19	0.00	0.00	0.00	0.00	0.00	Filed claim included \$293.97 worth of invoices that were satisfied during the contract cure assumption process, and \$40,886.22 worth of invoices that were postpetition and paid in the ordinary course
p2ES Holdings, LLC (dba P2 Energy Solutions)	Georgette Schermerhorn 1670 Broadway, Suite 2800 Denver, CO 80202	294	Fieldwood Energy LLC	0.00	0.00	0.00	163,903.00	163,903.00	0.00	0.00	0.00	0.00	0.00	Filed claim included \$201,384.69 worth of invoices that were satisfied during the contract cure assumption process, and \$23,219.68 worth of invoices that were postpetition and paid in the ordinary course
WP Software Consultants, LLC	2901 S. First Street Abilene, TX 79605	58	Fieldwood Energy LLC	0.00	0.00	0.00	40,500.00	40,500.00	0.00	0.00	0.00	0.00	0.00	Filed claim included \$8,802.70 worth of invoices that were satisfied during the contract cure assumption process, and \$36,727.40 worth of invoices that were postpetition and paid in the ordinary course